

CUSHING & MORRIS

ATTORNEYS AT LAW

2323 PEACHTREE CENTER CAIN TOWER

229 PEACHTREE STREET, N E

ATLANTA, GEORGIA 30303

W HAMPTON MORRIS
CHARLES M CUSHING, JR
KEVIN R ARMBRUSTER
ROY M JONES
ANGELA M MORIN
WILLIAM M ELLARD
PAUL S CROZIER

RECORDATION NO 16972

TELEPHONE
404 521-2323

TELECOPIER
404 658-9865

August 8, 1990

AUG 17 1990 -2 40 PM

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
12th & Constitution Avenue, S.W.
Washington, D.C. 20423

0-229A036

Attention: Ms. Mildred Lee
Room 2303

Re: Car Mark Agreement between Railcar, Ltd., as principal
and/or agent for Owners, and the Louisville & Wadley
Railway Company

Dear Ms. Lee:

Enclosed are two originally executed and notarized copies
of a summary Car Mark Agreement between Railcar, Ltd., as principal
and/or agent for owners, and the Louisville & Wadley Railway
Company. The Car Mark Agreement relates to the reporting marks and
car numbers LW 1000-1143 and 1200-1293, inclusive, with respect to
up to two hundred thirty-eight (238) 70-ton, 50-foot, Plate "C"
cushion underframe, single sheath boxcars.

The addresses of the parties are as follows:

Railcar, Ltd.
1819 Peachtree Road, N.E., Suite 303
Atlanta, Georgia 30309-1847

Louisville & Wadley Railway Company
P.O. Box 71
Louisville, Georgia 30434

I would greatly appreciate your recording the enclosed
summary Car Mark Agreement and returning a copy to me. I am
enclosing a check for \$13.00 to cover the filing fee.

Thank you for your assistance.

Very truly yours,

Kevin R. Armbruster

Kevin R. Armbruster

KRA/mdw

Enclosures

Aug 11 2 33 PM '90

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August 14, 1990

Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

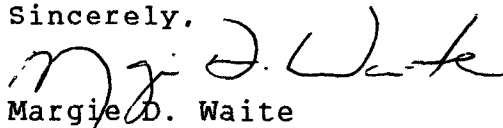
Attention: Ms. Mildred Lee
Room 2303

Re: Car Mark Agreement between Railcar, Ltd., and the
Louisville & Wadley Railway Company

Dear Ms. Lee:

In accordance with your request, enclosed please find \$2.00 to complete the filing fee in reference to our letter of August 8, 1990 with respect to the filing of the above-referenced Car Mark Agreement. We apologize for the inconvenience.

Sincerely,


Margie D. Waite
Assistant to Kevin R. Armbruster

mdw/

Enclosure

Interstate Commerce Commission
Washington, D.C. 20423

8/17/90

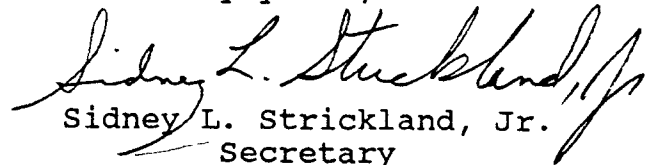
OFFICE OF THE SECRETARY

Kevin R. Armbruster
Cushing & Morris
2323 Peachtree Center Cain Tower
229 Peachtree Street N.E.
Atlanta, Georgia 30303

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/17/90 at 2:40pm, and assigned recordation number(s). 16972

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

CAR MARK AGREEMENT

1. This Car Use Agreement is made and entered into as of October 14, 1989, by and between RAILCAR, LTD., as principal and/or agent for owners, and the LOUISVILLE & WADLEY RAILWAY COMPANY.

2. The Louisville & Wadley Railway Company agrees to lease to Railcar, Ltd., and Railcar, Ltd. agrees to and does hereby accept the lease from the Louisville & Wadley Railway Company, the reporting marks for the equipment as follows:

The reporting marks and car numbers LW 1000-1143 and 1200-1293, inclusive, for up to two hundred thirty-eight (238) 70-ton, 50-foot, Plate "C," cushion underframe, single sheath boxcars.

3. The addresses of the parties are as follows:

Railcar, Ltd. (Agent for Chrysler Rail Transportation Corporation)
1819 Peachtree Road, N. E., Suite 303
Atlanta, Georgia 30309-1847

Louisville & Wadley Railway Company
P. O. Box 71
Louisville, Georgia 30434

RECORDATION NO **16972** FILED 1025

AUG 17 1990 -2 40 PM

INTERSTATE COMMERCE COMMISSION

4. The term of this Car Use Agreement is three (3) years terminating approximately on December 31, 1992.

5. The terms and provisions of this Car Use Agreement are more particularly set forth in a Car Mark and Trust Agreement of even date by and between the Louisville & Wadley Railway Company and Railcar, Ltd., as principal and/or agent for owners.

IN WITNESS WHEREOF, the parties hereto have caused this Car Use Agreement to be executed as of the day and year first above written.

RAILCAR, LTD.
(PRINCIPAL AND/OR AGENT FOR OWNERS)

By: Will L. Pierce
Will L. Pierce, President

[CORPORATE SEAL]

LOUISVILLE & WADLEY RAILWAY COMPANY

By: Billy D. Gibson
Billy D. Gibson, President

[CORPORATE SEAL]

STATE OF GEORGIA

COUNTY OF FULTON

SS.

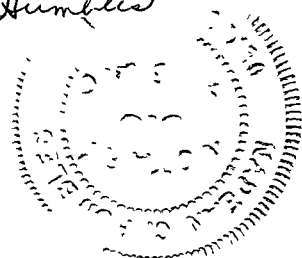
On this 15th day of May, 1990, before me personally appeared Wilds L. Pierce, to me personally know, who, being by me duly sworn, says that he is the President of Railcar, Ltd., that one of the seals affixed to the foregoing instrument is the seal of said organization, that said instrument was signed and sealed on behalf of said organization by authority of its governing body, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said organization.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Nadean C. Stumbles
NOTARY PUBLIC

MY COMMISSION EXPIRES:

Notary Public, DeKalb County, Georgia
My Commission Expires Sept. 23, 1990



STATE OF GEORGIA

COUNTY OF JEFFERSON

SS.

On this 16th day of MAY, 1990, before me personally appeared Billy D. Gibson, to me personally know, who, being by me duly sworn, says that he is the President of the Louisville & Wadley Railway Company, that one of the seals affixed to the foregoing instrument is the seal of said organization, and that said instrument was signed and sealed on behalf of said organization by authority of its governing body, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said organization.

Mary R. Gibson
NOTARY PUBLIC

MY COMMISSION EXPIRES:

Notary Public, Jefferson County, Georgia
My Commission Expires Jun. 7, 1992

